

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc., et al.,  
Debtors.

Case No. 08-13555 (JMP)  
(Jointly Administered)

**PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Panning Master Fund, LP  
Name of Transferee

Name and Address where notices to transferee should be sent:

Panning Master Fund, LP  
c/o Panning Capital Management, LP  
50 Madison Ave, 24<sup>th</sup> Floor  
New York, NY 10022  
Fax: 212-916-1861  
Attn: Robert Bowers  
Email: rbowers@panningcapital.com

Goldman Sachs Lending Partners LLC  
Name of Transferor

Court Claim # (if known): 59006  
Amount of Claim Transferred: \$20,000,000.00 (as allowed)  
Date Claim Filed: 10/30/2009  
Debtor: Lehman Commercial Paper Inc.

Phone: \_\_\_\_\_  
Last Four Digits of Acct #: \_\_\_\_\_

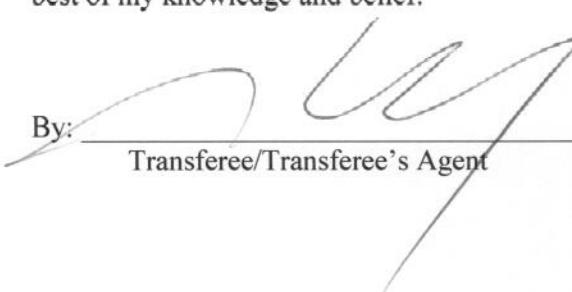
Phone: \_\_\_\_\_  
Last Four Digits of Acct #: \_\_\_\_\_

Name and Address where transferee payments should be sent (if different from above):

Phone: \_\_\_\_\_  
Last Four Digits of Acct #: \_\_\_\_\_

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:

  
Transferee/Transferee's Agent

Date: 1/7/14

*Penalty for making a false statement:* Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

**EXHIBIT B**

**EVIDENCE OF PARTIAL TRANSFER OF CLAIM**

TO: United States Bankruptcy Court for the Southern District of New York ("Bankruptcy Court")  
Attn: Clerk

AND TO: Lehman Commercial Paper Inc. ("Debtor")  
Case No. 08-13555 (JMP) (Jointly Administered)

Proof of Claim Number 59006 ✓

**GOLDMAN SACHS LENDING PARTNERS LLC**, its successors and assigns ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned unto:

Panning Master Fund, LP  
510 Madison Avenue, 24th Floor  
New York, NY 10022  
Attn: Robert Bowers  
Phone: (212) 916-1896  
Email: Robert@PanningCapital.com

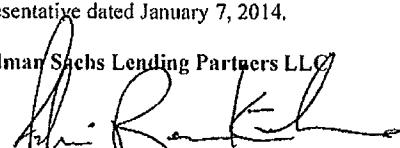
its successors and assigns ("Buyer"), all right, title and interest in and to Proof of Claim Number 59006, solely to the extent of \$20,000,000.00 (the "Assigned Claim") out of the aggregate \$1,015,500,000.00 claim against Lehman Commercial Paper Inc., in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Assigned Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Assigned Claim and recognizing the Buyer as the sole owner and holder of the Assigned Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Assigned Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated January 7, 2014.

Goldman Sachs Lending Partners LLC

By:   
Name: **Ashwin Ramakrishna**  
Title: **Authorized Signatory**